

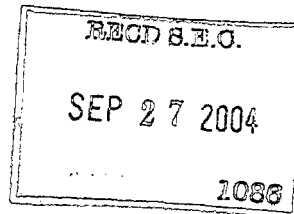


September 27, 2004

Mr. Brian Johnson
Branch Chief
Filer Support 2
Office of Filing Information
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549



1- 32306
American Stock Exchange
86 Trinity Place
New York, NY 10006



Dear Mr. Johnson:

This is to certify that on September 27, 2004, the American Stock Exchange, Inc. (the "Exchange") received from HyperSpace Communications, Inc. (the "Registrant") a copy of the Registrant's application on Form 8A 12 B for the registration of the following securities:

Units, consisting of one shares of common stock, at no par value, and two warrant to purchase one share of common stock

Warrants to purchase common stock included in the units

Common Stock at no par value per share

We further certify that the above described security has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Bryan Fischer

Bryan Fischer
Director
Listing Qualifications Department

cc: Herbert Scholl

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